

July 1, 2005

HAND DELIVERED

Mr. Charles Terreni
Chief Clerk of the Commission
Public Service Commission of South Carolina
101 Executive Center Drive
Columbia, SC 29210

Bonnie D. Shealy
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Re: Acceris Management and Acquisition, LLC
Application for Interexchange Authority and to Purchase Assets
Docket No. 2005-189-C
Our File No. 30053-0001

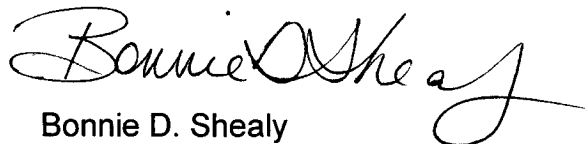
Dear Mr. Terreni:

Enclosed for filing please find Exhibit B of the Application of Acceris Management and Acquisition LLC referenced above. Exhibit B is the certificate of authorization for a foreign corporation to transact business which was issued by the South Carolina Secretary of State's Office. Please date-stamp the extra copies of the Exhibit as proof of filing and return them with our courier.

If you have any questions, please have someone on your staff contact me.

Very truly yours,

ROBINSON, MCFADDEN & MOORE, P.C.


Bonnie D. Shealy

/bds

Enclosure

cc/enc:

Dan F. Arnett, Chief of Staff of ORS (via email & U.S. Mail)
Florence Belser, General Counsel ORS (via email & U.S. Mail)
Patrick D. Crocker, Esquire (via email & U.S. Mail)
Ms. Paula Schneider (via email & U.S. Mail)
Lance J.M. Steinhart, Esquire (via U.S. Mail)
Ms. Laura Carlson (via U.S. Mail)

Before the
PUBLIC SERVICE COMMISSION
OF SOUTH CAROLINA
Docket No. 2005-189-C

In re: Application of)
Acceris Management and Acquisition LLC)
For a Certificate of Public Convenience)
And Necessity to Provide Interexchange)
Telecommunications Services, for)
Alternative Regulation, and for Authority)
to Acquire Certain Assets of)
Acceris Communications Corp.)
_____)

EXHIBIT B TO APPLICATION

Certificate of Authorization
For Foreign Corporation To Transact Business
From South Carolina Secretary of State

RECEIVED
2005 JUL -1 AM 10:24
SC PUBLIC
SERVICE
COMMISSION

The State of South Carolina



Office of Secretary of State Mark Hammond

Certificate of Authorization

I, Mark Hammond, Secretary of State of South Carolina Hereby certify that:

ACCERIS MANAGEMENT AND ACQUISITION LLC, A Limited Liability Company duly organized under the laws of the State of MINNESOTA, and issued a certificate of authority to transact business in South Carolina on June 24th, 2005, with a duration that is at will, has as of this date filed all reports due this office, paid all fees, taxes and penalties owed to the Secretary of State, that the Secretary of State has not mailed notice to the company that it is subject to being dissolved by administrative action pursuant to section 33-44-809 of the South Carolina Code, and that the company has not filed a certificate of cancellation as of the date hereof.


Given under my Hand and the Great
Seal of the State of South Carolina this
30th day of June, 2005.

A handwritten signature in cursive script that reads "Mark Hammond".
Mark Hammond, Secretary of State

2005 JUN 1 10 10

CERTIFICATE OF SERVICE

Dan F. Arnett, Chief of Staff
Florence P. Belser, General Counsel
Office of Regulatory Staff
1441 Main Street, 3rd Floor
Columbia, SC 29201


Mary F. Cutler